

**Declaration by the Executive Board and Supervisory Board
of RENK Aktiengesellschaft
regarding the recommendations of the
Government Commission on the German Corporate Governance Code
under Section 161 AktG (Stock Corporation Act)**

"The Executive Board and Supervisory Board of RENK Aktiengesellschaft declare that effective immediately, the company complies with the recommendations of the Government Commission on the German Corporate Governance Code in the version of May 5, 2015 (as published by the Federal Ministry of Justice in the official section of the Bundesanzeiger (German Federal Gazette) of June 12, 2015) with the exception of Section 5.4.1, Paras. 5–7 (disclosure of election recommendations).

With regard to the recommendation in Section 5.4.1 Paras. 5–7 in the Code on the disclosure of certain circumstances in election recommendations of the Supervisory Board to the Annual General Meeting, the requirements of the Code are indeterminate and not clearly distinguished. Therefore, by way of precaution, departure from the Code is declared. Nonetheless, the Supervisory Board will attempt to meet the requirements of Section 5.4.1 Paras. 5–7 of the Code.

The Executive Board and Supervisory Board of RENK Aktiengesellschaft further declare that the company complied with the recommendations of the Government Commission on the German Corporate Governance Code in the version of June 24, 2014 (as published by the Federal Ministry of Justice in the official section of the Bundesanzeiger of September 30, 2014) during the period of December 2014 to June 12, 2015 with the exception of Section 5.4.1, Paras. 4–6 (disclosure of election recommendations, in the version of the Code dated May 5, 2015; Section 5.4.1 Paras. 5–7). The reasons for the exception are stated above.

From June 12, 2015 until the submission of this Declaration of Conformity, the company complied with the recommendations of the Government Commission on the German Corporate Governance Code in the version of May 5, 2015 (as published by the Federal Ministry of Justice in the official section of the Bundesanzeiger of June 12, 2015) with the exception of Section 5.4.1, Para. 2 (length of membership in the Supervisory Board) and Section 5.4.1 Paras. 5–7 (disclosure of election recommendations). The reasons for the departures from Section 5.4.1 Paras. 5–7 are stated above. The new recommendation in Section 5.4.1 Para. 2, which took effect from June 12, 2015, regarding the goal of the Supervisory Board to define and observe a limit on the length of membership in the Supervisory Board, has been complied with only since a relevant discussion and resolution by the Supervisory Board on December 11, 2015."

Augsburg, December 11, 2015

For the Supervisory Board: For the Executive Board:

Dr. Ingrun-Ulla Bartölke Florian Hofbauer